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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA
SAN DIEGO DIVISION

HCL PARTNERS LIMITED PARTNERSHIP, On Behalf of Itself and All Others Similarly Situated, Plaintiff, v. LEAP WIRELESS INTERNATIONAL, INC., S. DOUGLAS HUTCHESON, DEAN M. LUVISA, AMIN I. KHALIFA and PRICEWATERHOUSECOOPERS, LLP, Defendants.	**ECF CASE** **No. 07-CV-2245-BTM-NLS**

DECLARATION OF ANDY SOHRN IN SUPPORT OF THE NEW JERSEY CARPENTERS PENSION AND BENEFIT FUNDS' REPLY MEMORANDUM OF LAW IN FURTHER SUPPORT OF THEIR MOTION FOR CONSOLIDATION, APPOINTMENT OF LEAD PLAINTIFF AND APPROVAL OF LEAD COUNSEL

I, Andy Sohrn, an attorney duly admitted to practice law before the courts of the State of California, declare, under the penalty of perjury, as follows:

1. I am associated with the law firm Glancy Binkow & Goldberg, LLP. I am fully familiar with all the facts and circumstances herein. I submit this declaration in opposition to the motion of Westchester Capital Management and Green & Smith Investment Management for appointment of lead plaintiff and approval of lead counsel.

2. Exhibit 1 is a true and correct copy of the certification of Roy Behren executed October 6, 2006 and filed on October 10, 2006 in connection with *Kaplan v. Gelfond* (*"IMAX"*) in the Southern District of New York.

3. Exhibit 2 is a true and correct copy of the first and last ten pages of the Consolidated Amended Class Action Complaint in the *IMAX* case filed in the Southern District of New York on October 2, 2007.

I hereby declare under penalty of perjury under the laws of the United States, that the foregoing is true and correct to the best of my knowledge, information and belief. Executed this 21st day of March, 2008 at San Diego, California.

/s/ Andy Sohrn

Andy Sohrn